

**MANSFIELD DOWNTOWN PARTNERSHIP
BOARD OF DIRECTORS
Thursday, March 6, 2014
Mansfield Town Hall
Town Council Chambers**

4:00 PM

MINUTES

Present: Steve Bacon, Harry Birkenruth, Tom Callahan, Mona Friedland, Matthew Hart, Dennis Heffley, Philip Lodewick, Toni Moran, Betsy Paterson, Shamim Patwa, Steve Rogers, Paul Shapiro, and Ted Yungclas

Staff: Cynthia van Zelm, John Zaccaro (Partnership attorney)

Guests: Howard Kaufman and Debbie Lastro, LeylandAlliance; Derek Peterson and Daryl Krivanec, Hart Realty Advisors, Inc.

1. Call to Order

Philip Lodewick called the meeting to order at 4:07 pm.

Howard Kaufman introduced Derek Peterson and Daryl Krivanec with Hart Realty Advisors, Inc. Mr. Kaufman said that Hart Realty Advisors represent the buyers of the commercial property in Storrs Center in Phases 1A, 1B, 1C and 4. Mr. Peterson and Mr. Krivanec expressed their enthusiasm for Storrs Center and working with the Board of Directors. Board members introduced themselves.

2. Opportunity for Public to Comment

There was no public comment.

3. Approval of Minutes of February 6, 2014

Toni Moran made a motion to approve the minutes of February 6, 2014. Betsy Paterson seconded the motion. The motion was approved.

4. Update on Town Square Fundraising

Executive Director Cynthia van Zelm introduced Judith Green with NetMark Associates, who has been working with a Partnership town square fundraising team. She reviewed the engagement tool poster that was produced to help on visits with potential donors. Ms. Green said she also has weekly check-in calls with Ms. van Zelm. Ms. Green referenced an introductory e-mail to potential donors and talking points for visits. Mr. Lodewick asked for 100 percent participation from the Board.

Ms. Green, Mr. Peterson, and Mr. Krivanec left the meeting.

5. Approval of New Committee Members

Steve Rogers made a motion to approve the appointment of Sally Doyen and Bruce Stave to the Membership Development Committee, and Paul Shapiro to the Finance and Administration Committee. Betsy Paterson seconded the motion. The motion was approved.

6. Review and Action on draft Storrs Center Phase 2 and Phase 3 Business Plan

Finance and Administration Committee Chair Tom Callahan updated the Board on the review of master developer LeylandAlliance's Phase 2 and Phase 3 draft Business Plan by the Committee. He referred to the draft Business Plan in the Board packet.

With respect to Phase 2, Mr. Callahan said the proposal is for five mixed-use buildings with parking toward the back of the project area.

Leyland has submitted an application to the Planning and Zoning Commission to request that the parking factor from the 2007 parking study be reduced to 1.25 spaces per unit for residential uses to .92 spaces per unit. This would enable a surface lot to be built vs. a 2 story deck. The surface lot would be more environmentally appealing with permeable pavement as well as more aesthetically appealing. The reduction of the parking factor is based on an analysis of the parking trends seen for the apartment dwellers.

Mr. Callahan said that Phase 3 would include up to 40 units of for-sale housing. The footprint can vary depending on the market for condominiums vs. townhomes.

Mr. Callahan said the Finance and Administration Committee had spent several months reviewing the draft Business Plans and passed a motion at its last meeting endorsing the Plans and recommending approval by the Board of Directors.

Mr. Callahan noted the Board's role in pushing the Leyland to pursue the for-sale housing while the Phase 2 development is being planned. Mr. Kaufman has made a commitment to test the for-sale market. Mr. Callahan said this will be a fair opportunity to see if the market for for-sale housing is good.

Mr. Callahan made a motion to approve the draft Storrs Center Business Plan for Phase 2 and 3. Ted Yungclas seconded the motion.

Mona Friedland asked for more information on the parking. Mr. Callahan said the parking is for the people living in the apartments. The residents in the for-sale housing will all have their own parking. Ms. Friedland asked if a surface lot is approved, could a deck be built later if more parking is needed. Mr. Kaufman replied in the affirmative.

Mr. Kaufman said that Walker Parking had done an analysis of the current parking situation including asking Central Parking for parking counts at various times of the week and day.

Shamim Patwa asked if Leyland would need to come back to the Partnership if the market for the condos and townhomes is not there. Mr. Kaufman said that any development plan needs to follow what was approved in the 2007 Storrs Center Special Design District. If there were radical changes in the plans, they would need to come back to the Partnership and the Director of Planning and Development.

Mr. Callahan said the Planning and Design Committee will continue to review the for-sale residential plans which would have to come to the Partnership as part of a zoning permit application.

In response to a question from Steve Bacon, Mr. Kaufman said the 2007 zoning approval allows for a maximum of 690 housing units. The current housing plan includes 660 units.

Mr. Kaufman invited Board members to Warwick Grove where the for-sale housing would be very similar to what is proposed in Storrs Center.

The Board approved the motion as presented.

Ms. van Zelm said the public hearing on the Phase 2 zoning permit application is scheduled for April 23 at 7 pm in the Town Council Chambers.

7. Review and Action on Partnership and Storrs Center Alliance Estoppel Certificates

Mr. Callahan said the Development Agreement between the Partnership and Storrs Center Alliance includes a provision that conveys the right of first refusal on property in Storrs Center to the Partnership if Storrs Center Alliance is in default of provisions in the Development Agreement. One of those provisions is that occupancy thresholds must be met. If met, the Partnership is required to supply an Estoppel Certificate if requested. Storrs Center Alliance is requesting an Estoppel Certificate as they finalize the sale of the commercial portions of Phases 1A, 1B, 1C, and 4. A reciprocal Estoppel Certificate would be signed by Storrs Center Alliance.

The motion that would be in order would be for the Board to authorize Executive Director Cynthia van Zelm to sign an Estoppel Certificate that indicates that obligations have been met for Phase 1A. Storrs Center Alliance will ask for future Estoppel Certificates for Phases 1B, 1C and 4.

Mr. Callahan moved to approve the Storrs Center Alliance, LLC Estoppel Certificate for Phase 1A and the Mansfield Downtown Partnership Estoppel Certificate and to authorize Executive Director Cynthia van Zelm to sign the Board approved Partnership Estoppel Certificate. Ms. Patwa seconded the motion. The motion was approved.

8. Review and Approval of Budget for FY2014-2015

Mr. Callahan referred to the Finance and Administration Committee's recommended budget for FY2014-2015. He noted that it does not include a recommendation on any salary increases for Partnership staff.

He said the Partnership has been a prudent steward of the investment by the Town, UConn, and members, which has resulted in its fund balance. Over the last year, the fund balance has been tapped for the \$100,000 committed to the town square and expenses not covered by the current income.

Mr. Callahan and Ms. van Zelm said the major budget changes from last year are an increase in rent for the Partnership office at the transportation center and health care.

Matt Hart said there is a need to look at the long term revenue stream for the Partnership. He suggested looking at new revenue sources moving forward. How do other downtowns fund their operations?

Mr. Callahan said the budget will need to be adjusted at a later time after potential salary increases are reviewed.

Ms. Friedland made a motion to approve the FY2014-2015 budget for the Mansfield Downtown Partnership. Mr. Callahan seconded the motion. The motion was approved.

9. Report from Committees

Finance and Administration

Mr. Callahan referred to the December 31, 2013 financial statements included in the Board packet. He said Ms. van Zelm and Mr. Hart will review the Storrs Center Reserve at the next Finance and Administration Committee meeting. Mr. Hart noted that the Reserve included one-time expenditures including fire protection fees. He will report more detail to the Finance and Administration Committee.

Advertising and Promotion

Toni Moran reported that the Square Fair was reviewed at the last Committee meeting. Applications have been sent to prospective artists for the Fair.

The Committee is also looking at an inaugural event for the town square in September.

Ms. Moran said the Festival is now called the “Celebrate Mansfield Festival.” It will be located this year on and around the town square. A map of booth locations and logistics for the new space is being developed.

Business Development and Retention

Steve Rogers said the Committee did not meet last month.

Executive

Mr. Lodewick said the Executive Committee completed Ms. van Zelm’s evaluation and it will be discussed later in the meeting.

Membership Development

In Chair George Jones’ absence, Ms. van Zelm reported that the 2nd renewal letters had gone out to members. She said the Committee had recommended an increase in individual dues from \$15 to \$20. Any change in membership dues has to be approved by the Partnership membership.

Nominating

Mr. Lodewick said the Nominating Committee had just met and discussed nominations for Mr. Yungclas’ position.

He said there will also be some small recommended Bylaws changes and a recommended change to the Partnership Articles of Incorporation to make the Articles consistent with the Bylaws around the approval of membership dues changes. These will be discussed more thoroughly at the April Board meeting.

Planning and Design

Mr. Bacon said the Committee met twice since the last Board meeting. At the February Committee meeting, the Committee reviewed the first iteration of renderings for Phases 2 and 3 from EdR and LeylandAlliance. The Committee made some suggestions and then met again yesterday with EdR and Leyland and Humphries Architects. Several of the suggested changes had been made. Mr. Bacon said the architecture will be very distinctive from the current architecture. Mr. Kaufman noted that the team is looking at a more contemporary design. He said that all design is consistent with the design guidelines. Mr. Kaufman said some early renderings were shown at the February 24 update to the Town Council.

Mr. Bacon said the Planning and Design Committee will review the plans for Phase 2 one more time on March 18.

Mr. Kaufman and Ms. Lastro left the meeting.

Betsy Paterson made a motion to go into Executive Session according to CGS §1-200(6) (A). Paul Shapiro seconded the motion. The motion was approved unanimously.

10. Executive Session - Personnel in accordance with CGS §1-200(6) (A)

Present: Board members: Mr. Bacon, Mr. Birkenruth, Ms. Friedland, Mr. Hart, Mr. Heffley, Mr. Lodewick, Ms. Moran, Ms. Paterson, Ms. Patwa, Mr. Rogers, Mr. Shapiro, Mr. Yungclas

Also Present: Ms. van Zelm

The Committee came out of Executive Session.

11. Executive Director Report

Ms. van Zelm said she was finalizing a Request for Proposals for art in the town square. She said the proposed review process would be a recommendation from the Arts Advisory Committee that would go to the Partnership Board of Directors for final approval.

12. Adjourn

Ms. Moran made a motion to adjourn. Mr. Heffley seconded the motion. The motion was approved and the meeting adjourned at 5:40 pm.

Minutes taken by Cynthia van Zelm.